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180 NORTH LA SALLE STREET
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OF COUNSEL
GERALD H. PUGH

No. 3-35540 107
Date DEC 21 1983

Fee \$ 160.00

ICC Washington, D.C.

December 15, 1983
RECORDATION NO. 9927

DEC 21 1983 - 2 40 PM

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RE: Notice of Assignment dated December 15, 1983 between North American Car Corporation and General Electric Rail Services Corporation

Dear Secretary:

Pursuant to 49 U.S.C. Section 11303 and the rules and regulations thereunder, enclosed for filing on behalf of North American Car Corporation are three (3) executed originals of the above-captioned Notice of Assignment which relates to a Bailment Agreement and Assignment of Leases dated as of December 18, 1978 and any amendments and supplements thereto and recorded with the Interstate Commerce Commission on December 20, 1978 under Recordation No. 9927. Please record this Notice of Assignment under that Recordation No.

The equipment is covered in the Bailment Agreement and Assignment of Leases and the names and addresses of the parties to the Notice of Assignment are as follows:

Assignor:

North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

Assignee:

General Electric Rail Services Corporation
33 West Monroe Street
Chicago, Illinois 60603

This Notice of Assignment is notice that all of North American Car Corporation's right, title and interest in and to the Bailment Agreement and Assignment of Leases has been transferred and assigned to General Electric Rail Services Corporation.

RECEIVED
DEC 21 2 37 PM '83
FEE OPERATION BR.
I.C.C.

This should be 9927-
MMM
MMM

Hand Signed

Cross out

Cheney

PEDERSEN & HOUP

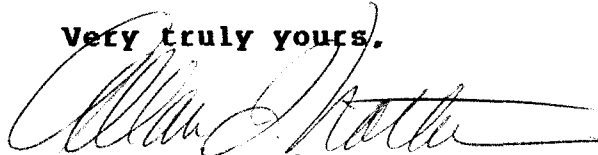
Secretary
Interstate Commerce Commission
December 15, 1983
Page Two

Also enclosed is a check payable to the Interstate Commerce Commission in the amount of \$10.00 to cover the recording fee for this document.

Please cross index this filing against the name of the stated Assignee. Enclosed is an extra \$10.00 fee for this service.

Once the filing has been made, please return to bearer the stamped copies not required for filing purposes, together with the fee receipt and the two extra copies of this letter of transmittal.

Very truly yours,



Allan I. Nathan

AIN/had

Enclosure(s)

Interstate Commerce Commission
Washington, D.C. 20423

12/22/83

OFFICE OF THE SECRETARY

Allan I. Nathan
Pedersen & Houpt
180 North LaSalle Street
Suite 3400
Chicago, Illinois 60601

Dear

Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/21/83 at 3:40pm and assigned re-recording number(s).

9927-MMMM

12031-P

11417-KKK
KKK KKK

13132-A


13173-A

13182-Q

13677-A

13080-J

Sincerely yours,


JAMES H. BAYNE

Secretary

Enclosure(s)

0996V

9927 *My Gen M 12/21/83*
RECORDATION NO. 9927 Filed 12/25
DEC 21 1983 - 2 40 PM

INTERSTATE COMMERCE COMMISSION
NOTICE OF ASSIGNMENT

THIS NOTICE OF ASSIGNMENT dated as of the 15th day of December, 1983, given by North American Car Corporation, a Delaware corporation ("NAC") and General Electric Rail Services Corporation, a Delaware corporation ("GERSCO").

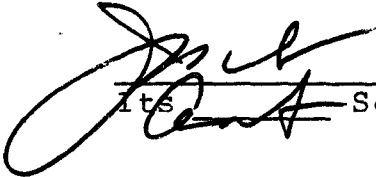
W I T N E S S E T H:

WHEREAS, NAC and General Electric Credit and Leasing Corporation entered into that certain Bailment Agreement and Assignment of Leases, dated as of December 18, 1978, and any amendments and supplements thereto (the "Agreement") and filed with the Interstate Commerce Commission on December 20, 1978, under recordation number 9927.

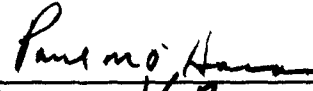
NOW, THEREFORE, pursuant to 49 USC 11303 and the rules and regulations of the Interstate Commerce Commission promulgated pursuant thereto, the parties hereto file this Notice of Assignment to give notice to all persons that all of the right, title and interest of NAC in and to the Agreement have been assigned to and accepted by GERSCO as of December 15, 1983.

IN WITNESS WHEREOF, NAC and GERSCO have executed this
Notice of Assignment as of the date first above written.

ATTEST:



Its Secretary

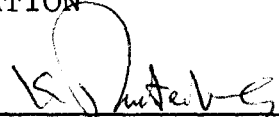
NORTH AMERICAN CAR CORPORATION

By 
Its VP

GENERAL ELECTRIC RAIL SERVICES
CORPORATION

ATTEST:


Its ASST Secretary

By 
Its VP

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

I, Laurel G. Dodge, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Paul M. O'Hara, Vice President of North American Car Corporation, and James Gillespie, Assistant Secretary of said corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument, as such Vice President and Assistant Secretary, respectively appeared before me this day in person, and acknowledged that they signed and delivered the said instrument as their own free and voluntary act and as the act of said corporation for the uses and purposes therein set forth; and that said Assistant Secretary then and there acknowledged that he as custodian of the corporate seal of said corporation, did affix the corporate seal of said corporation to said instrument as his own free and voluntary act and as the act of said corporation for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal, this 15th day of December, 1983.

Laurel G. Dodge
Notary Public

My Commission Expires: 3/7/87

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

I, Laurel G. Dohse, a Notary Public in
and for said County, in the State aforesaid, DO HEREBY CERTIFY
that R. B. Rusticholsky, Vice
President of General Electric Rail Services Corporation,
and Raymond W. Seyler Jr., Asst
Secretary of said corporation, who are personally known to me to be
the same persons whose names are subscribed to the foregoing
instrument, as such Vice President and Asst
Secretary, respectively appeared before me this day in person, and
acknowledged that they signed and delivered the said instrument as
their own free and voluntary act and as the act of said corporation
for the uses and purposes therein set forth; and that
said Asst Secretary then and there acknowledged that he
as custodian of the corporate seal of said corporation, did affix
the corporate seal of said corporation to said instrument as his own
free and voluntary act and as the act of said corporation for the
uses and purposes therein set forth.

GIVEN under my hand and notarial seal, this 15th day of
December, 1983.

Laurel G. Dohse
Notary Public

My Commission Expires: 3/7/87